

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

SIRI DIAZ, CAROLYN SIEGEL, TALIA  
BUMB, BLERTA VIKKI, DANIELLE  
OWIMRIN, on behalf of themselves and  
all others similarly situated,

Plaintiffs,

-against-

SCORES HOLDING COMPANY, INC.; GO  
WEST ENTERTAINMENT, INC. a/k/a  
SCORES WEST SIDE; and SCORES  
ENTERTAINMENT, INC., a/k/a SCORES  
EAST SIDE,

Defendants.

Case No. 07 Civ. 8718 (RMB)(THK)

**DECLARATION OF JOHN NEILSON IN SUPPORT  
OF DEFENDANTS' CROSS-MOTION TO DISMISS OR  
ALTERNATIVELY FOR SUMMARY JUDGMENT DISMISSING THE COMPLAINT**

JOHN NEILSON hereby declares the following under penalty of perjury pursuant to 28  
U.S.C. § 1746:

1. I am a Director and the President of Scores Holding Company Inc. (hereinafter  
"Scores Holding"). The statements made in this declaration are based upon my own personal  
knowledge and my review of corporate books and records.

2. Scores Holding is a publicly-traded Utah corporation that owns the "Scores"  
trademarks and related intellectual property, including the trademarks for Diamond Dollars,  
which function as a system of payment pursuant to the rules of a particular club.

3. Scores Holding is party to a licensing agreement with Entertainment Management  
Services, Inc. (hereinafter "EMS"), providing that EMS may license the Scores' trademarks to  
gentlemen's clubs operated by third parties. EMS is party to sublicense agreements with various

clubs which operate utilizing the Scores' trademarks, including Go West Entertainment, Inc. (hereinafter "Go West"), the owner and operator of an adult-entertainment night club and restaurant located at 538 West 28<sup>th</sup> Street in Manhattan, which has, since on or about March 1, 2004, conducted business under the "Scores" name and is known to the public as "Scores West" or "Scores West Side", and 333 East 60<sup>th</sup> Street, Inc. ("333 East"), the owner and operator of a nightclub on the east side of Manhattan located at 333 East 60<sup>th</sup> Street ("the East Side Club") conducting business under the "Scores" name since October 1, 2003.

4. The only employee of Scores Holding is Curtis Smith.

5. Neither Mr. Smith nor I have any ownership or management interest in Go West or 333 East. Further, Scores Holding does not have any operational control over Go West or 333 East, nor does it mandate, implement, enforce or establish employment policies at any licensee club, nor mandate, implement, enforce or establish policies regarding payment of wages, payment of overtime, reimbursement of uniform expenses or cashing in of Diamond Dollars.

6. Indeed, under the terms of the licensing agreements between EMS and the club operators, and by law pursuant to the New York State Liquor Authority, Scores Holding and EMS are precluded from exercising control over the operation of the clubs. Scores Holding's sole involvement with the clubs is to police proper use of the trademarks, to protect the value thereof, and to ensure collection of the fees due under the licensing agreement, including payment of royalties based on a percent of gross revenues for the privilege of using the "Scores" name at its night club and restaurant and on the sale of commercial merchandise such as tee-shirts, sweatshirts, sweat pants, jackets, baseball hats, key rings, and other similar merchandise.

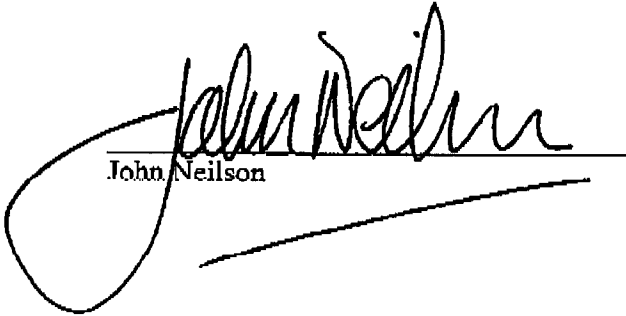
7. At my deposition I was asked a number of questions about the operations of the licensees. I do not know how the licensees select their employees, how they pay their employees



or what their payroll practices are. There is no officer or employee of Scores Holding who would, in my view, know that information. Further, while Richard Goldring is a 46% shareholder of Scores Holding, he is also a shareholder of Go West and 333 East. His involvement with those entities is based on his ownership interest and role with those licensees.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on March 13, 2008

  
John Neilson